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	7	Attorneys for Aylene Geringer, Mark Zipkin, Ed Schoononver, Sue Schoononver, Fern	
	8	Apter, Bill Ovca, Alex Gassio, Terri Nelson	
	9	UNITED STATES BANKRUPTCY COURT	
	10	DISTRICT OF NEVADA	
		T.,	
	11	In re:	Case No. BK-S-06-10725-LBR
	12	USA COMMERICAL MORTGAGE COMPANY,	Chapter 11
	13	Debtor. In re:	Case No. BK-S-06-10726-LBR
	14	USA CAPITAL REALTY ADVISORS,	Chapter 11
	15	LLC, Debtor	
	16	In re:	Case No. BK-S-06-10727-LBR
	17	USA CAPITAL DIVERSIFIED TRUST DEED FUND, LLC,	Chapter 11
	18	Debtor.	
	19	In re:	Case No. BK-S-06-10728-LBR
	20	USA CAPITAL FIRST TRUST DEED FUND, LLC,	Chapter 11
	21	Debtor. In re:	
	22	USA SECURITIES, LLC	Case No. BK-S-06-10729-LBR Chapter 11
	23	Debtor. Affects:	
	24	■ All Debtors □ USA Commercial Mortgage Co.	
		□ USA Securities, LLC	Date: 5/3/06 Time: 9:30 a.m.
	25	☐ USA Capital Realty Advisors, LLC☐ USA Capital Diversified Trust Deed	1 me. 9.30 a.m.
	26	USA First Trust Deed Fund, LLC	
	27		
	28		

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JOINDER IN THE OPPOSITIONS (1) TO DEBTOR'S PROPOSED CASH MANAGEMENT PROCEDURES AND INTERIM USE OF CASH IN ACCORDANCE WITH PROPOSED CASH BUDGET AND (2) THE ORDER REGARDING SET OFF OF BANK ACCOUNTS

AYLENE GERINGER, MARK ZIPKIN, ED SCHOONONVER, SUE

SCHOONONVER, FERN APTER, BILL OVCA, ALEX GASSIO, TERRI NELSON, ("Direct Lenders") by and through their counsel, Snell & Wilmer L.L.P., join in the numerous Oppositions
(1) to the Debtor's Proposed Cash Management Procedures and (2) object to the Stipulation to
Regarding Set Off of Bank Accounts. In particular, the Direct Lenders (1) oppose any comingling of any payments received from the borrowers on loans involving the Direct Lenders,
(2) request that the Debtor and the Restructuring Officer immediately establish separate and
independent accounts into which payments from the borrowers must be deposited and held
pending further Court order, (3) preclude any set off against payments from borrowers including,
but not limited to, the set off sought on loans involving the Direct Lenders, as they are not
property of the Debtor and (4) preclude the Debtor and the Restructuring Officer from spending
any portion of payments from borrowers on loans involving the Direct Lenders to satisfy existing
obligations of the Debtors or to pay any of the expenses set forth in the Debtor's proposed budget.

The Direct Lenders further provide notice that the Direct Lenders will be taking the necessary steps (1) to revoke any Powers of Attorney, (2) to terminate any Servicing Agreements with the Debtors and (3) to seek the transfer of these loans and the servicing of the assets to an independent entity.

WHEREFORE, the Direct Lenders request that this Court preclude the Restructuring Officer's ability to use the Direct Lender's property and require the Restructuring Officer to

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sequester the same in separate escrow accounts until the loans, the funds and the servicing can be transferred to an independent third-party entity.

DATED this 2nd day of May, 2006.

SNELL & WILMER L.L.P.

By:

Robert R. Kinas, Esq. Meridith J. Strand, Esq.

3800 Howard Hughes Parkway

Suite 1000

Las Vegas, NV 89109

Attorneys for Attorneys for Aylene Geringer, Mark Zipkin, Ed Schoononver, Sue Schoononver, Fern Apter, Bill Ovca, Alex Gassio, Terri Nelson,

CERTIFICATE OF SERVICE

Pursuant to Fed. R. Bankr. P. 5(b), I hereby certify that I am an employee of Snell & Wilmer, and that on May 2, 2006, I caused a true and correct copy of JOINDER IN THE OPPOSITIONS (1) TO DEBTOR'S PROPOSED CASH MANAGEMENT PROCEDURES AND INTERIM USE OF CASH IN ACCORDANCE WITH PROPOSED CASH BUDGET AND (2) THE ORDER REGARDING SET OFF OF BANK ACCOUNTS to be served by first class mail to:

ANNETTE W JARVIS	LENARD E. SCHWARTZER
POB 45385	SCHWARTZER & MCPHERSON 2850 S.
Salt Lake City, UT 84145	Jones Boulevard, Suite 1
	Las Vegas, NV 89146
FEDERAL BANKRUPTCY COURT	USA COMMERCIAL MORTGAGE
Foley Federal Bldg.	COMPANY
300 Las Vegas Blvd South, Third Floor	4484 South Pecos Road
Las Vegas, NV 89101	Las Vegas, NV 89121
U.S. TRUSTEE - LV	CANDACE CARLYON
Augie Landis	233 S. Fourth, #200
300 Las Vegas Boulevard S. Suite 4300	Las Vegas, NV 89101
Las Vegas, NV 89101	
GREG GARMAN	0111
3960 Howard Hughes Parkway, 9th Floor	THOLOWA
Las Vegas, NV 89109	An Employee of Snell & Wilmer